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7 *Attorneys for Debtors and Reorganized Debtors*

8
9 **UNITED STATES BANKRUPTCY COURT**
NORTHERN DISTRICT OF CALIFORNIA
10 **SAN FRANCISCO DIVISION**

11
12 **In re:**

13 **PG&E CORPORATION,**

14 **- and -**

15 **PACIFIC GAS AND ELECTRIC**
16 **COMPANY,**

17 **Debtors.**

- 18 ☐ Affects PG&E Corporation
19 ☐ Affects Pacific Gas and Electric Company
20 ☒ Affects both Debtors

21 ** All papers shall be filed in the Lead Case, No.*
22 *19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

DECLARATION OF ROBB MCWILLIAMS
IN SUPPORT OF ONE HUNDRED FIRST
OMNIBUS OBJECTION TO CLAIMS
(DUPLICATIVE AND INCORRECT
DEBTOR CLAIMS)

Response Deadline:
September 15, 2020, 4:00 p.m. (PT)

Hearing Information If Timely Response Made:

Date: September 29, 2021

Time: 10:00 a.m. (Pacific Time)

Place: (Tele/Videoconference Appearances Only)

United States Bankruptcy Court

Courtroom 17, 16th Floor

San Francisco, CA 94102

1 I, Robb C. McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information, and belief:

4 1. I am a Managing Director at the firm of AlixPartners, LLP ("**AlixPartners**"), which is
5 an affiliate of both AlixPartners, LLC and AP Services, LLC, ("**APS**"). APS was previously retained to
6 provide interim management services to PG&E Corporation and Pacific Gas and Electric Company, as
7 debtors and reorganized debtors (collectively, the "**Debtors**," and as reorganized pursuant to the Plan,
8 the "**Reorganized Debtors**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"). I
9 submit this Declaration in support of the *Reorganized Debtors' One Hundred First Omnibus Objection*
10 *to Claims (Duplicative and Incorrect Debtor Claims)* (the "**Omnibus Objection**"),¹ filed
11 contemporaneously herewith.

12 2. In my current position, I am responsible for overseeing the Bankruptcy Case Management
13 component of AlixPartners' assignment to assist the Reorganized Debtors with various matters related
14 to these Chapter 11 Cases. My area of responsibility includes the effort by AlixPartners, in coordination
15 with the Reorganized Debtors, to review and assess the validity of all claims asserted against the Debtors,
16 other than (a) Fire Claims and Subrogation Wildfire Claims and (b) providing limited support with
17 respect to Securities Claims. I am generally familiar with the Reorganized Debtors' day-to-day
18 operations, financing arrangements, business affairs, and books and records. Except as otherwise
19 indicated herein, all facts set forth in this Declaration are based upon my personal knowledge, the
20 knowledge of other APS professionals working under and alongside me on this matter, my discussions
21 with the Reorganized Debtors' personnel, the Reorganized Debtors' various other advisors and counsel,
22 and my review of relevant documents and information prepared by the Reorganized Debtors. If called
23 upon to testify, I would testify competently to the facts set forth in this Declaration. I am authorized to
24 submit this declaration on behalf of the Reorganized Debtors.

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27 ¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in
28 the Omnibus Objection.

1 3. The AlixPartners team under my supervision has been actively and intimately involved
2 in the claims review and reconciliation process since shortly after the filing of these Chapter 11 Cases.
3 AlixPartners initially assisted the Debtors in the preparation of their bankruptcy schedules based on the
4 Debtors' books and records. As claims were filed, AlixPartners coordinated with the Debtors the process
5 of reconciling filed claims with the Debtors' schedules and books and records to determine the validity
6 of filed claims based on those schedules and books and records. AlixPartners has developed and
7 maintains a claims reconciliation database and various data management applications that are used by
8 the Reorganized Debtors and AlixPartners to identify both valid claims as well as claims that are not
9 valid in whole or in part and the appropriate grounds for objection to such claims. AlixPartners is now
10 supporting, and will continue to support, the efforts of the Reorganized Debtors and their counsel to
11 resolve disputed claims, including by formal objections as necessary.

12 4. As part of the claims review and reconciliation process described above, the AlixPartners
13 team, working with the Reorganized Debtors' personnel and other professionals, has identified a number
14 of filed Proofs of Claim for which the Reorganized Debtors are not liable. If not disallowed, these Proofs
15 of Claim potentially could allow the applicable claimants to receive recoveries to which they are not
16 entitled.

17 5. The Omnibus Objection is directed to some of those Proofs of Claim—those specifically
18 identified in **Exhibit 1** to the Omnibus Objection, in the column headed "Claims To Be Disallowed and
19 Expunged," and referred to in the Omnibus Objection as "Duplicative Claims" or "Incorrect Debtor
20 Claims." **Exhibit 1** to the Omnibus Objection was prepared by the AlixPartners team under my overall
21 supervision, and I am familiar with both documents, their contents, and the process under which they
22 were prepared.

23 6. The Duplicative Claims, Incorrect Debtor Claims, and the Proofs of Claim of which they
24 amend or are duplicates of (the "**Surviving Claims**") are all identified in **Exhibit 1** in the columns
25 headed "Claims To Be Disallowed and Expunged" and "Surviving Claims" respectively.

26 7. The Omnibus Objection does not affect any of the Surviving Claims. There is a single
27 Surviving Claim for each underlying claim asserted against the Debtors by a Duplicative Claim or
28

1 Incorrect Debtor Claim that is the subject of the Omnibus Objection.²

2 8. The Duplicative Claims are so classified because the later-filed identical claim does not
3 express an intention to amend the earlier filed claim. The Duplicative Claims listed on **Exhibit 1** are
4 categorized as “partially identical,” *i.e.*, the Claims are against the same Debtor but the asserted amount
5 of one Claim is subsumed within the larger unliquidated claim. The Surviving Claims, which may have
6 been filed earlier or later than the other identical claim(s), have been designated as such for the
7 administrative convenience of the Reorganized Debtors.³ The Reorganized Debtors request that the
8 Duplicative Claims be disallowed and expunged.

9 9. The Incorrect Debtor Claims are so classified because each Incorrect Debtor Claim was
10 filed in the Chapter 11 Case of the wrong Debtor and that the liability for such claims, if any, should be
11 properly asserted against a different Debtor. There are two types of Incorrect Debtor Claims listed on
12 **Exhibit 1**: (1) identical (the Claims are against different Debtors but were filed on account of the same
13 obligation for the same amount and priority) and (2) partially identical (the Claims are against different
14 Debtors but the asserted amount of one Claim is subsumed within a larger claim). The Reorganized
15 Debtors request that the Incorrect Debtor Claims be disallowed and expunged.

16 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and
17 correct to the best of my knowledge, information, and belief. Executed this nineteenth day of August,
18 2021.

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20 /s/ Robb McWilliams
Robb McWilliams

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24 ² In some instances, the same Surviving Claim appears in multiple entries in the “Surviving Claims”
25 column on **Exhibit 1**. The multiple entries mean that there were multiple Duplicative Claims or
26 Incorrect Debtor Claims filed with respect to the same underlying obligation, and the identified
Surviving Claim listed in multiple entries is the sole remaining Proof of Claim for all of the
corresponding Claims listed in the “Claims To Be Disallowed and Expunged” column.

27 ³ The Reorganized Debtors are objecting to the Surviving Claim of Lorraine Gonsalves (No. 81398) in
28 the *Reorganized Debtors’ One Hundred Third Omnibus Objection to Claims (ADR No Liability
Claims)* filed concurrently herewith.